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OF COUNSEL  
URBAN A. LESTER

July 28, 2000

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

RECORDATION NO. 19452-I FILED  
JUL 28 '00 9-53 AM  
7'S  
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are five (5) copies of Schedule No. 6, dated as of April 1 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement dated January 16, 1995 which was duly filed with the Commission/Board under Recordation Number 19452.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Corporation  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: CSX Transportation, Inc.  
500 Water Street  
Jacksonville, Florida 32202

A description of the railroad equipment covered by the enclosed documents is:

One Hundred and twenty-eight (128) boxcars: CRLE 15550 - 15677 inclusive.

Mr. Vernon A. Williams  
July 28, 2000  
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A short summary of the railroad equipment covered by the enclosed document is:

Schedule No. 6, dated as of April 1, 2000 to Memorandum of Lease Agreement dated January 16, 1995 between Greenbrier Leasing Corporation, Lessor, and CSX Transportation, Inc., Lessee, covering 128 boxcars: CRLE 15550 – CRLE 15677 inclusive.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed documents to the undersigned.

Very truly yours,

A handwritten signature in cursive script that reads "Robert W. Alvord".

Robert W. Alvord

RWA/bjg  
Enclosures

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SURFACE TRANSPORTATION BOARD

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***MEMORANDUM OF LEASE AGREEMENT***

***BETWEEN***

***GREENBRIER LEASING CORPORATION ("LESSOR")***

***AND***

***CSX TRANSPORTATION, INC. ("LESSEE")***

***JANUARY 16, 1995***

***SCHEDULE NO. 6 DATED AS OF APRIL 1, 2000***

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Memorandum of Lease Agreement for Schedule No. 6 dated April 1, 2000 to the Lease Agreement entered into as of January 16, 1995, by and between Greenbrier Leasing Corporation, a Delaware corporation ("Lessor") and CSX Transportation, Inc., a Virginia corporation ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor:

One hundred twenty-eight (128) 50-foot, Plate F boxcars with 10-foot plug doors, nailable steel floors, and 15-inch EOCC, marked and numbered CRLE 15550 through CRLE 15677, inclusive.

2. Schedule No. 6 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 6.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR: GREENBRIER LEASING CORPORATION

By: Norris M. Welch

Title: Executive Vice President

LESSEE: CSX TRANSPORTATION, INC.

By: [Signature]

Title: Asst. Treas.

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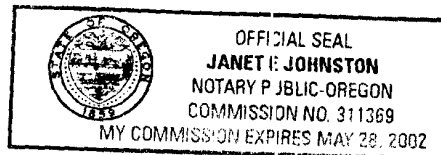
SURFACE TRANSPORTATION BOARD

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 26<sup>th</sup> day of July, 2000, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of Greenbrier Leasing Corporation that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

*Janet E. Johnston*  
NOTARY PUBLIC

My commission expires: 5/28/2002



STATE OF FLORIDA )  
 ) SS.  
COUNTY OF *Duval* )

On this 5<sup>TH</sup> day of July, 2000, before me personally appeared J.M. Tilly, to me personally known, who being by me duly sworn, says that s/he is the Asst Treasurer of CSX Transportation, Inc. that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

Howard Michael Lee  
NOTARY PUBLIC

My commission expires: 8/2/2003

